

UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF PUERTO RICO

-----X
In re:

PROMESA
Title III

THE FINANCIAL OVERSIGHT AND
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of

Case No. 17 BK 3283-LTS

THE COMMONWEALTH OF PUERTO RICO, *et al.*

(Jointly Administered)

Debtors.¹

-----X
In re:

PROMESA
Title III

THE FINANCIAL OVERSIGHT AND
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of

Case No. 17 BK 3567-LTS

PUERTO RICO HIGHWAYS & TRANSPORTATION
AUTHORITY,

Debtor.

-----X
**COVER SHEET TO FIFTY-EIGHTH MONTHLY FEE APPLICATION OF
O'NEILL & BORGES LLC FOR COMPENSATION FOR SERVICES
RENDERED AND REIMBURSEMENT OF EXPENSES AS ATTORNEYS TO
THE FINANCIAL OVERSIGHT AND MANAGEMENT BOARD FOR PUERTO
RICO, AS REPRESENTATIVE OF DEBTOR, PUERTO RICO HIGHWAYS &
TRANSPORTATION AUTHORITY, FOR THE PERIOD OF
FEBRUARY 1, 2022 THROUGH FEBRUARY 28, 2022**

¹ The Debtors in these jointly-administered Title III Cases, along with each Debtor's respective Title III case number listed as a bankruptcy case number due to software limitations and the last four (4) digits of each Debtor's federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation ("COFINA") (Bankruptcy Case No. 17 BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Employees Retirement System of the Government of the Commonwealth of Puerto Rico ("ERS") (Bankruptcy Case No. 17 BK 3566-LTS) (Last Four Digits of Federal Tax ID: 9686); (iv) Puerto Rico Highways and Transportation Authority ("HTA") (Bankruptcy Case No. 17 BK 3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (v) Puerto Rico Electric Power Authority ("PREPA") (Bankruptcy Case No. 17 BK 4780-LTS) (Last Four Digits of Federal Tax ID: 3747); and (vi) Puerto Rico Public Buildings Authority ("PBA") (Bankruptcy Case No. 19-BK-5233-LTS) (Last Four Digits of Federal Tax ID: 3801) (Title III Case numbers are listed as Bankruptcy Case numbers due to software limitations).

Name of applicant	O'Neill & Borges LLC ("O&B")
Authorized to provide professional services to:	Financial Oversight and Management Board, as Representative for the Debtor Pursuant to PROMESA Section 315(b)
Time period covered by this application:	February 1, 2022 through February 28, 2022
Amount of compensation sought as actual, reasonable and necessary:	\$9,472.95
Amount of expense reimbursement sought as actual, reasonable and necessary:	\$0.00
Total amount for this invoice:	\$9,472.95

This is a: X monthly ___ interim ___ final application

This is O&B's fifty-eighth monthly fee application in these cases.

Principal Certification

I hereby authorize the submission of this Monthly Fee Statement for February 2022.

/s/ Jaime A. El Koury

Jaime A. El Koury

General Counsel to the Financial Oversight and
Management Board for Puerto Rico

On August 23, 2022, sent to:

Counsel for the Oversight Board:

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**Counsel for PR Fiscal Agency and Financial
Advisory Authority:**

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lmardini@mpmlawpr.com
Carolina Velaz-Rivero, Esq., cvelaz@mpmlawpr.com

Office of the United States Trustee District of PR:

Edif. Ochoa, 500 Tanca Street, Suite 301
San Juan, PR 00901
Re: In re: Commonwealth of Puerto Rico
monsita.lecaroz@usdoj.gov

**Counsel for the Official Committee of Unsecured
Creditors:**

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**Counsel for the Official Committee of Retired
Employees:**

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Melissa Root, Esq., mroot@jenner.com

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PO Box 9024140
San Juan, PR 00902-4140
Attn: Reylam Guerra Goderich, Deputy Assistant of
Central Accounting, Reylam.Guerra@hacienda.pr.gov
Omar E. Rodríguez-Pérez, CPA, Assistant
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Francisco Parés-Alicea, Secretary of the Treasury,
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Francisco Pena Montanez, CPA, Assistant Secretary of
the Treasury, Francisco.Pena@hacienda.pr.gov

Counsel for the Fee Examiner:

EDGE Legal Strategies, PSC
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Godfrey & Kahn, S.C.
Onee East Main Street, Suite 500
Madison, WI 53703
Attn: Katherine Stadler, KStadler@gklaw.com

<u>HTA TITLE III</u>					
<u>Summary of Legal Fees for the Period February 1 through February 28, 2022</u>					
Professional	Position/Title	Department	Hourly Billing Rate	Total Billed Hours	Total Compensation
Julio Pietrantoni	Special Counsel	Corporate	360.00	4.20	1,512.00
Hermann D. Bauer	Member	Litigation	330.00	7.20	2,376.00
José R. Cacho	Member	Corporate	360.00	10.20	3,672.00
Carlos E George	Member	Labor	265.00	1.80	477.00
Rosa M. Gonzalez Lugo	Member	Corporate	350.00	2.80	980.00
Jose Notario Toll	Member	Corporate	245.00	0.80	196.00
Josué Gonzalez Aldarondo	Associate	Corporate	210.00	4.40	924.00
Ivette Rodriguez	Associate	Corporate	185.00	2.10	388.50
	Totals			33.50	\$ 10,525.50
	Less: 10% Courtesy discount				\$ (1,052.55)
SUMMARY OF LEGAL FEES					\$ 9,472.95
<u>HTA TITLE III</u>					
<u>Summary of Disbursements for the Period February 1 through February 28, 2022</u>					
Description - Expenses			Amounts		
SUMMARY OF DISBURSEMENTS			\$ -		

<u>HTA TITLE III</u>			
<u>Summary of Legal Fees for the Period February 1 through February 28, 2022</u>			
Task Code	Matter Description	Total Billed Hours	Total Fees Requested
202	Legal Research	11.70	3,229.50
210	Analysis and Strategy	7.40	2,604.00
212	General Administration and Governance	0.30	73.50
213	Labor, Pension Matters	0.90	238.50
214	Legal / Regulatory Matters	0.90	324.00
215	Plan of Adjustment and Disclosure Statement	12.30	4,056.00
			\$ 10,525.50
	Less: 10% Courtesy Discount		\$ (1,052.55)
	TOTALS	33.50	\$ 9,472.95

O&B requests payment and reimbursement in accordance with the procedures set forth in the Interim Compensation Order (*i.e.*, payment of ninety percent (90%) of the compensation sought, in the amount of \$8,525.66, and reimbursement of one-hundred percent (100%) of expenses incurred, in the amount of \$0.00) in the total amount of \$8,525.66.

Professional Certification

I hereby certify that no public servant of the Department of Treasury is a party to or has any interest in the gains or benefits derived from the contract that is the basis of this invoice. The only consideration for providing services under the contract is the payment agreed upon with the authorized representatives of the Financial Oversight and Management Board for Puerto Rico. The amount of this invoice is reasonable. The services were rendered and the corresponding payment has not been made. To the best of my knowledge, O'Neill & Borges LLC does not have any debts owed to the Government of Puerto Rico or its instrumentalities.

s/Ubaldo M. Fernández
Ubaldo M. Fernández
O'Neill & Borges LLC
250 Muñoz Rivera Ave., Ste. 800
San Juan, PR 00918-1813
Tel: (787) 282-5786
Fax: (787) 753-8944

Exhibit A

250 AVE. MUÑOZ RIVERA, SUITE 800
SAN JUAN, PR 00918-1813
TEL. (787) 764-8181
FAX (787) 753-8944

O'NEILL & BORGES LLC

February 28, 2022

FOMB IN RE HTA TITLE III

RE: GENERAL

Enclosed please find our bill for professional services rendered and reimbursable expenses.
Should you have any questions concerning the attached bill, please do not hesitate to contact us. Your prompt payment would be greatly appreciated.

Sincerely Yours,

CARLA GARCIA BENITEZ

O'NEILL & BORGES LLC

ESQ. ALEJANDRO RIVERA, SUITE 800
SAN JUAN, PR 00918-1813
TEL. (787) 764-8181
FAX (787) 753-8944

FOMB IN RE HTA TITLE III

February 28, 2022
Bill #: 411034
Billing Attorney: CGB

BILLING SUMMARY

For Professional Services Rendered and Reimbursable Expenses for the period ending
February 28, 2022:

Client.Matter: P1703 - 0

RE: GENERAL

Total Professional Services	\$ 5,856.00
Less Discount	<u>\$ -585.60</u>
Net Professional Services	\$ 5,270.40
Total Reimbursable Expenses	<u>\$.00</u>
TOTAL THIS INVOICE	\$ 5,270.40

O'NEILL & BORGES LLC

Client.Matter: P1703 . 0

RE: GENERAL

PROFESSIONAL SERVICES

Date	Atty	Task	Description	Hours	Rate	Amount
2/01/22	JRC	215	Review additional questions raised by FOMB regarding whether HTA can create subsidiaries to transfer toll business (.40). Review HTA and PREPA statutes (1.20). Provide comments to J. Pietrantoni and other OB attorneys regarding this issue (.40). Review additional emails from J. Pietrantoni and R. Gonzalez on related issues (.20).	2.20	360.00	792.00
2/01/22	CEG	213	Consider legal issues related to legal grounds to create non-for-profit corporation and related employment and labor issues(0.4); review HTA organic law and related CBA (0.5)	.90	265.00	238.50
2/07/22	JEG	202	Legal research to denitrify the OMB Enabling Act and forward same to H. Bauer.	.10	210.00	21.00
2/09/22	IRH	202	Analyze amendments enacted by Acts 30 and 31 of 2013 to special funds designated for the Puerto Rico Highways and Transportation Authority in preparation for response to client inquiry regarding the same.	2.10	185.00	388.50
2/17/22	JRC	215	Review list of issues circulated by A. Piccirillo of Proskauer regarding proposed interim loan from CW to HTA to make payments required by CW Plan of Adjustment (.60). Participate in conference call with Proskauer and Citi regarding interim loan to HTA and issuance of new HTA bonds pursuant to HTA plan of adjustment (1.10). Draft emails to J. Pietrantoni and J. Gonzalez regarding analysis of whether proposed interim loan can be governed by PR law (.20).	1.90	360.00	684.00

Bill #: 411034

February 28, 2022

2/18/22	JRC	210	Analyze draft of Plan of Adjustment for HTA (2.60) . Review research from J. Gonzalez on governing law issue for CW loan to HTA and HTA statute (.40). Draft response to A. Piccirillo regarding governing law issue (.20)	3.20	360.00	1,152.00
2/18/22	HDB	215	Commence review of draft HTA Plan of Adjustment.	1.20	330.00	396.00
2/18/22	JEG	215	Research on whether the HTA Enabling Act or other related statutes contains provisions preventing a CW loan to HTA from being governed by NY law. (1.3). Draft email to J. Cacho on research findings. (0.1).	1.40	210.00	294.00
2/22/22	JRC	215	Finalize review of draft loan agreement from CW to HTA; (0.6) draft email to A. Piccirillo forwarding same. (0.1)	.70	360.00	252.00
2/22/22	HDB	215	Commence review of revised HTA Best Interest Test Chart.	.80	330.00	264.00
2/25/22	HDB	215	Continue review of draft HTA Plan of Adjustment.	3.40	330.00	1,122.00
2/28/22	JRC	215	Various emails with A. Weringa of Proskauer regarding HTA DS (.20). Review edits proposed by J. Gonzalez to document (.50).	.70	360.00	252.00

TOTAL PROFESSIONAL SERVICES	\$ 5,856.00
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Less Discount	<u>\$ -585.60</u>
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NET PROFESSIONAL SERVICES:	\$ 5,270.40
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SUMMARY OF PROFESSIONAL SERVICES

Name	Hours	Rate	Total
JOSE R. CACHO	8.70	360.00	3,132.00
HERMANN BAUER	5.40	330.00	1,782.00
CARLOS E. GEORGE	.90	265.00	238.50
IVETTE RODRIGUEZ	2.10	185.00	388.50
GONZALEZ ALDARONDO, JOSUE E.	1.50	210.00	315.00
Total	18.60		\$ 5,856.00

TOTAL THIS INVOICE**\$ 5,270.40**

250 AVE. MUÑOZ RIVERA, SUITE 800
SAN JUAN, PR 00918-1813
TEL. (787) 764-8181
FAX (787) 753-8944

O'NEILL & BORGES LLC

February 28, 2022

FOMB IN RE HTA TITLE III

RE: FISCAL PLAN

Enclosed please find our bill for professional services rendered and reimbursable expenses.
Should you have any questions concerning the attached bill, please do not hesitate to contact us. Your prompt payment would be greatly appreciated.

Sincerely Yours,

CARLA GARCIA BENITEZ

O'NEILL & BORGES LLC

850 AVE. MUNOZ RIVERA, SUITE 800
SAN JUAN, PR 00918-1813
TEL. (787) 764-8181
FAX (787) 753-8944

FOMB IN RE HTA TITLE III

February 28, 2022
Bill #: 411035
Billing Attorney: CGB

BILLING SUMMARY

For Professional Services Rendered and Reimbursable Expenses for the period ending
February 28, 2022:

Client.Matter: P1703 - 2

RE: FISCAL PLAN

Total Professional Services	\$ 4,669.50
Less Discount	<u>\$ -466.95</u>
Net Professional Services	\$ 4,202.55
Total Reimbursable Expenses	<u>\$.00</u>
TOTAL THIS INVOICE	\$ 4,202.55

IN ACCOUNT WITH

250 AVE. MUNOZ RIVERA, SUITE 800
SAN JUAN, PR 00918-1813
TEL. (787) 764-8181
FAX (787) 753-8944

O'NEILL & BORGES LLC

Client.Matter: P1703 . 2
RE: FISCAL PLAN

PROFESSIONAL SERVICES

Date	Atty	Task	Description	Hours	Rate	Amount
2/01/22	JRC	202	Email exchange with J. Gonzalez, J. Pietrantonì , H. Bauer, R. Gonzalez, C. George regarding HTA proposal to transfer toll assets to wholly owned subsidiary.	.90	360.00	324.00
2/01/22	RMG	210	Analyze whether a subsidiary formed by HTA may be treated as a tax exempt government instrumentality and possible arguments for a ruling from PR Treasury regarding the same.	.60	350.00	210.00
2/01/22	RMG	202	Email exchange with J. Gonzalez, J. Cacho, H. Bauer, J. Pietrantonì, C. George regarding HTA proposal to transfer toll assets to wholly owned subsidiary.	.90	350.00	315.00
2/01/22	JP	202	Email exchange with J. Gonzalez, J. Cacho, H. Bauer, R. Gonzalez, C. George regarding HTA proposal to transfer toll assets to wholly owned subsidiary (0.9); telephone conference with F. Bruno (FOMB), R. Ramos (FOMB) and J. Gonzalez (O&B) regarding same (0.5); analyze HTA law and PREPA law in connection with same (0.7).	2.10	360.00	756.00
2/01/22	HDB	210	Review issues regarding TSR proposal to create toll road subsidiary. (.2) Review issues regarding process for creation of HTA subsidiaries. (.2) Draft e-mail to O&B team setting views on issues regarding subsidiaries. (.2) Review J. Pietrantonì report and queries arising from call with J. Pietrantonì, J. Gonzalez, B. Rosen, F. Bruno and others. (.2) Review e-mails regarding tax questions of potential HTA sub. (.1) Email exchange with J. Gonzalez, J. Cacho, J. Pietrantonì, R. Gonzalez, C. George regarding HTA proposal to transfer toll assets to wholly owned subsidiary (0.9)	1.80	330.00	594.00

Bill #: 411035

February 28, 2022

2/01/22	CEG	202	Email exchange with J. Gonzalez, J. Cacho, H. Bauer, R. Gonzalez, J. Pietrantonni regarding HTA proposal to transfer toll assets to wholly owned subsidiary (0.9)	.90	265.00	238.50
2/01/22	JLN	212	Review various emails from J. Pietrantonni, J. E. Gonzalez and J. R. Cacho regarding whether HTA may create subsidiaries.	.30	245.00	73.50
2/01/22	JEG	202	Review email exchanges between T. Mungovan and F. Bruno concerning HTA's Fiscal Plan certification legal questions. (0.2). Forward same to J. Pietrantonni. (0.1). Tel. conf. with J. Pietrantonni, F. Bruno and other FOMB representatives to discuss issues related to HTA's legal authority to create subsidiaries. (0.5) Email exchange with J. Pietrantonni, J. Cacho, H. Bauer, R. Gonzalez, C. George regarding HTA proposal to transfer toll assets to wholly owned subsidiary (0.9)	1.70	210.00	357.00
2/01/22	JEG	202	Review PREPA Enabling Act to identify the provisions authorizing the creation of subsidiaries and compare same with the provisions of HTA Enabling Act. (0.3). Draft email to J. Pietrantonni regarding same. (0.2). At the request of J. Pietrantonni, analyze DTOP's Reorganization Plan and the powers of said agency over HTA. (0.3). At the request of C. Cacho, research on the previous versions of the PREPA Enabling Act provisions authorizing the creation of subsidiaries before the enactment of Acts 17-2019 and 57-2014. (0.4)	1.20	210.00	252.00
2/02/22	JRC	210	Continue analysis of creation of subsidiaries at HTA level (.40). Review draft response prepared by J. Pietrantonni regarding same (.20).	.60	360.00	216.00
2/02/22	RMG	202	Legal research regarding whether a subsidiary to be organized by HTA as a non-profit entity can qualify as tax exempt entity.	1.30	350.00	455.00
2/02/22	JP	210	Research whether HTA may create subsidiary and transfer its toll road assets to such subsidiary (0.7); email exchanges F. Bruno, H. Bauer, R. Gonzalez, J. Cacho, J. Gonzalez regarding same (0.5).	1.20	360.00	432.00
2/02/22	JLN	202	Review additional emails and analysis by the O&B team regarding creation of subsidiaries by HTA.	.50	245.00	122.50
2/15/22	JP	214	Email exchange with A. Perdiza regarding Act 53.	.30	360.00	108.00
2/17/22	JP	214	Draft email to J. Cacho and H. Bauer regarding authority of Commonwealth to make loan to HTA.	.30	360.00	108.00

Bill #: 411035

February 28, 2022

2/21/22	JP	214	Draft email to J. Cacho, J. Notario and H. Bauer regarding authority of Commonwealth to grant a loan to HTA.	.30	360.00	108.00
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TOTAL PROFESSIONAL SERVICES	\$ 4,669.50
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Less Discount	<u>\$ -466.95</u>
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NET PROFESSIONAL SERVICES:	\$ 4,202.55
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SUMMARY OF PROFESSIONAL SERVICES

Name	Hours	Rate	Total
JOSE R. CACHO	1.50	360.00	540.00
ROSA M. GONZALEZ LUGO	2.80	350.00	980.00
JULIO PIETRANTONI	4.20	360.00	1,512.00
HERMANN BAUER	1.80	330.00	594.00
CARLOS E. GEORGE	.90	265.00	238.50
JOSE L. NOTARIO TOLL	.80	245.00	196.00
GONZALEZ ALDARONDO, JOSUE E.	2.90	210.00	609.00
Total	14.90		\$ 4,669.50

TOTAL THIS INVOICE	\$ 4,202.55
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UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF PUERTO RICO

-----X
In re:

PROMESA
Title III

THE FINANCIAL OVERSIGHT AND
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of

Case No. 17 BK 3283-LTS

THE COMMONWEALTH OF PUERTO RICO, *et al.*

(Jointly Administered)

Debtors.¹

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In re:

PROMESA
Title III

THE FINANCIAL OVERSIGHT AND
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of

Case No. 17 BK 3567-LTS

PUERTO RICO HIGHWAYS & TRANSPORTATION
AUTHORITY,

Debtor.

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**COVER SHEET TO FIFTY-NINTH MONTHLY FEE APPLICATION OF
O'NEILL & BORGES LLC FOR COMPENSATION FOR SERVICES
RENDERED AND REIMBURSEMENT OF EXPENSES AS ATTORNEYS TO
THE FINANCIAL OVERSIGHT AND MANAGEMENT BOARD FOR PUERTO
RICO, AS REPRESENTATIVE OF DEBTOR, PUERTO RICO HIGHWAYS &
TRANSPORTATION AUTHORITY, FOR THE PERIOD OF
MARCH 1, 2022 THROUGH MARCH 31, 2022**

¹ The Debtors in these jointly-administered Title III Cases, along with each Debtor's respective Title III case number listed as a bankruptcy case number due to software limitations and the last four (4) digits of each Debtor's federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation ("COFINA") (Bankruptcy Case No. 17 BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Employees Retirement System of the Government of the Commonwealth of Puerto Rico ("ERS") (Bankruptcy Case No. 17 BK 3566-LTS) (Last Four Digits of Federal Tax ID: 9686); (iv) Puerto Rico Highways and Transportation Authority ("HTA") (Bankruptcy Case No. 17 BK 3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (v) Puerto Rico Electric Power Authority ("PREPA") (Bankruptcy Case No. 17 BK 4780-LTS) (Last Four Digits of Federal Tax ID: 3747); and (vi) Puerto Rico Public Buildings Authority ("PBA") (Bankruptcy Case No. 19-BK-5233-LTS) (Last Four Digits of Federal Tax ID: 3801) (Title III Case numbers are listed as Bankruptcy Case numbers due to software limitations).

Name of applicant	O'Neill & Borges LLC ("O&B")
Authorized to provide professional services to:	Financial Oversight and Management Board, as Representative for the Debtor Pursuant to PROMESA Section 315(b)
Time period covered by this application:	March 1, 2022 through March 31, 2022
Amount of compensation sought as actual, reasonable and necessary:	\$10,471.50
Amount of expense reimbursement sought as actual, reasonable and necessary:	\$0.00
Total amount for this invoice:	\$10,471.50

This is a: X monthly ___ interim ___ final application

This is O&B's fifty-ninth monthly fee application in these cases.

Principal Certification

I hereby authorize the submission of this Monthly Fee Statement for March 2022.

/s/ Jaime A. El Koury

Jaime A. El Koury

General Counsel to the Financial Oversight and
Management Board for Puerto Rico

On August 23, 2022, sent to:

Counsel for the Oversight Board:

Proskauer Rose LLP
Eleven Times Square
New York, NY 10036
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Suzanne Uhland, Esq., suhland@omm.com
Diana M. Pérez, Esq., dperez@omm.com

**Counsel for PR Fiscal Agency and Financial
Advisory Authority:**

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Carolina Velaz-Rivero, Esq., cvelaz@mpmlawpr.com

Office of the United States Trustee District of PR:

Edif. Ochoa, 500 Tanca Street, Suite 301
San Juan, PR 00901
Re: In re: Commonwealth of Puerto Rico
monsita.lecaroz@usdoj.gov

**Counsel for the Official Committee of Unsecured
Creditors:**

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**Counsel for the Official Committee of Retired
Employees:**

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Attn: Reylam Guerra Goderich, Deputy Assistant of
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Omar E. Rodríguez-Pérez, CPA, Assistant
Secretary of Central Accounting,
Rodriguez.Omar@hacienda.pr.gov
Angel L. Pantoja-Rodríguez Deputy Assistant Secretary
of Internal Revenue and Tax Policy
angel.pantoja@hacienda.pr.gov
Francisco Parés-Alicea, Secretary of the Treasury,
Francisco.pares@hacienda.pr.gov
Francisco Pena Montanez, CPA, Assistant Secretary of
the Treasury, Francisco.Pena@hacienda.pr.gov

Counsel for the Fee Examiner:

EDGE Legal Strategies, PSC
252 Ponce de León Av, Citibank Tower, 12th Floor
San Juan, PR 00918
Attn: Eyck O. Lugo, Esq., elugo@edgelegalpr.com

Godfrey & Kahn, S.C.
One East Main Street, Suite 500
Madison, WI 53703
Attn: Katherine Stadler, KStadler@gklaw.com

<u>HTA TITLE III</u>					
<u>Summary of Legal Fees for the Period March 1 through March 31, 2022</u>					
Professional	Position/Title	Department	Hourly Billing Rate	Total Billed Hours	Total Compensation
Hermann D. Bauer	Member	Litigation	330.00	3.40	1,122.00
José R. Cacho	Member	Corporate	360.00	11.10	3,996.00
Jose Notario Toll	Member	Corporate	245.00	0.30	73.50
Ismael Vicnete Medina	Member	Corporate	335.00	9.20	3,082.00
Ubaldo M. Fernandez Barreras	Jr. Member	Litigation	235.00	0.80	188.00
Denise Ortiz Torres	Jr. Member	Corporate	240.00	10.00	2,400.00
Jose J. Colon Garcia	Associate	Litigation	185.00	0.60	111.00
Josué Gonzalez Aldarondo	Associate	Corporate	210.00	1.30	273.00
Gabriel Miranda Rivera	Associate	Litigation	205.00	1.90	389.50
	Totals			38.60	\$ 11,635.00
	Less: 10% Courtesy discount				\$ (1,163.50)
SUMMARY OF LEGAL FEES					\$ 10,471.50
<u>HTA TITLE III</u>					
<u>Summary of Disbursements for the Period March 1 through March 31, 2022</u>					
Description - Expenses			Amounts		
SUMMARY OF DISBURSEMENTS					\$ -

<u>HTA TITLE III</u>			
<u>Summary of Legal Fees for the Period March 1 through March 31, 2022</u>			
Task Code	Matter Description	Total Billed Hours	Total Fees Requested
202	Legal Research	1.30	273.00
206	Documents Filed on Behalf of the Board	2.50	500.50
210	Analysis and Strategy	2.00	634.50
215	Plan of Adjustment and Disclosure Statement	32.00	10,039.00
224	Fee Applicatios O&B	0.80	188.00
			\$ 11,635.00
	Less: 10% Courtesy Discount		\$ (1,163.50)
	TOTALS	38.60	\$ 10,471.50

O&B requests payment and reimbursement in accordance with the procedures set forth in the Interim Compensation Order (*i.e.*, payment of ninety percent (90%) of the compensation sought, in the amount of \$9,424.35, and reimbursement of one-hundred percent (100%) of expenses incurred, in the amount of \$0.00) in the total amount of \$9,424.35.

Professional Certification

I hereby certify that no public servant of the Department of Treasury is a party to or has any interest in the gains or benefits derived from the contract that is the basis of this invoice. The only consideration for providing services under the contract is the payment agreed upon with the authorized representatives of the Financial Oversight and Management Board for Puerto Rico. The amount of this invoice is reasonable. The services were rendered and the corresponding payment has not been made. To the best of my knowledge, O'Neill & Borges LLC does not have any debts owed to the Government of Puerto Rico or its instrumentalities.

s/Ubaldo M. Fernández
Ubaldo M. Fernández
O'Neill & Borges LLC
250 Muñoz Rivera Ave., Ste. 800
San Juan, PR 00918-1813
Tel: (787) 282-5786
Fax: (787) 753-8944

Exhibit A

250 AVE. MUÑOZ RIVERA, SUITE 800
SAN JUAN, PR 00918-1813
TEL. (787) 764-8181
FAX (787) 753-8944

O'NEILL & BORGES LLC

March 31, 2022

FOMB IN RE HTA TITLE III

RE: GENERAL

Enclosed please find our bill for professional services rendered and reimbursable expenses.
Should you have any questions concerning the attached bill, please do not hesitate to contact us. Your prompt payment would be greatly appreciated.

Sincerely Yours,

CARLA GARCIA BENITEZ

IN ACCOUNT WITH

ESQ. ALEJANDRO RIVERA, SUITE 800
SAN JUAN, PR 00918-1813
TEL. (787) 764-8181
FAX (787) 753-8944

O'NEILL & BORGES LLC

FOMB IN RE HTA TITLE III

March 31, 2022
Bill #: 414075
Billing Attorney: CGB

BILLING SUMMARY

For Professional Services Rendered and Reimbursable Expenses for the period ending
March 31, 2022:

Client.Matter: P1703 - 0

RE: GENERAL

Total Professional Services	\$ 11,516.00
Less Discount	<u>\$ -1,151.60</u>
Net Professional Services	\$ 10,364.40
Total Reimbursable Expenses	<u>\$.00</u>
TOTAL THIS INVOICE	\$ 10,364.40

IN ACCOUNT WITH

850 AVE. MUNOZ RIVERA, SUITE 800
SAN JUAN, PR 00918-1813
TEL. (787) 764-8181
FAX (787) 753-8944

O'NEILL & BORGES LLC

Client.Matter: P1703 . 0

RE: GENERAL

PROFESSIONAL SERVICES

Date	Atty	Task	Description	Hours	Rate	Amount
3/01/22	HDB	210	Draft e-mail to J. Cacho and J. Pietrantonio with my comments to HTA's best interest chart. (.5) Review cases concerning computation of compounded interest for eminent domain claims. (.4)	.90	330.00	297.00
3/01/22	JLN	210	Review email from H. D. Bauer regarding HTA Best Interest Chart.	.30	245.00	73.50
3/02/22	JRC	215	Analyze and provide comments to draft of HTA's best interest test chart sent by Proskauer.	1.40	360.00	504.00
3/02/22	IVM	215	Review updated version of HTA's plan (2.10). Review of PR tax disclosure section and proposed edits to same. (2.00)	4.10	335.00	1,373.50
3/02/22	DOT	215	Revise PR taxes discussion of HTA's disclosure statement based on updated Plan of Adjustment.	5.40	240.00	1,296.00
3/03/22	IVM	215	Review of HTA's tax disclosure statement as of March 3, 2022.	.80	335.00	268.00
3/04/22	JRC	215	Analysis of revised draft of best HTA's interest test chart circulated by Proskauer on March 4, 2022.	1.20	360.00	432.00
3/04/22	HDB	215	Review edits to draft HTA BIT chart by J. Esses. (.3) Draft e-mail to J. Esses regarding eminent domain issues. (.1)	.40	330.00	132.00
3/04/22	UMF	224	Draft O&B's monthly fee statement for October 2021 in the Title III case of HTA.	.30	235.00	70.50
3/07/22	JRC	215	Review issues under updated HTA BIT chart (.30). Participate in all hands call to discuss BIT scenarios (Proskauer, McKinsey, Citi, etc.) (.90).	1.20	360.00	432.00

Bill #: 414075

March 31, 2022

3/07/22	IVM	215	Review of HTA's proposed PR tax disclosure as of March 7, 2022.	.70	335.00	234.50
3/07/22	HDB	215	Tel. conf with J. Levitan, M. Volin and Proskauer, O. Shah, Reuven Klein, D. Barr and others from McKinsey, J. Cacho and others regarding HTA Best Interest Test analysis.	.90	330.00	297.00
3/07/22	DOT	215	Revise updated HTA Plan of Adjustment for purposes of updating PR taxes discussion of disclosure statement accordingly.	3.30	240.00	792.00
3/10/22	JRC	215	Analyze request from J. Esses of Proskauer regarding interagency agreement between DTOP and HTA for maintenance of roads (.40).	.40	360.00	144.00
3/10/22	IVM	215	Review of changes to HTA plan adjustment in March 10, 2022 version of same.	1.20	335.00	402.00
3/10/22	GMR	206	Review the Urgent motion for an Order Directing the Fiscal Agent to Disburse the Disputed Funds in the HTA Bond Service Accounts, Redemption Accounts, and Reserve Accounts, in anticipation to its filing.	.30	205.00	61.50
3/10/22	GMR	206	File the Urgent motion for an Order Directing the Fiscal Agent to Disburse the Disputed Funds in the HTA Bond Service Accounts, Redemption Accounts, and Reserve Accounts, through the court's electronic filing system in case no. 17-3567.	.20	205.00	41.00
3/10/22	GMR	206	File the Urgent motion for an Order Directing the Fiscal Agent to Disburse the Disputed Funds in the HTA Bond Service Accounts, Redemption Accounts, and Reserve Accounts, through the court's electronic filing system in case no. 17-155, 17-156, and 17-159.	.40	205.00	82.00
3/11/22	JRC	215	Exchange emails with J. Pietrantonio regarding agreement to maintain roads between HTA and DTOP (.20). Exchange emails with J. Gonzalez regarding research to be conducted on such interagency agreement (.20).	.40	360.00	144.00
3/11/22	JJC	206	File the Notice of Filing Amended and Restated Stipulation and Agreed Order Regarding the Disputed Funds in the HTA Bond Service Accounts, Redemption Accounts and Reserve Accounts through the court's electronic filing system in Case No. 17-3567.	.20	185.00	37.00

Bill #: 414075

March 31, 2022

3/12/22	JJC	206	File the Reply of the Financial Oversight and Management Board for Puerto Rico in Support of Urgent Motion for an Order Directing the Fiscal Agent to Disburse the Disputed Funds in the HTA Bond Service Accounts, Redemption Accounts, and Reserve Accounts through the court's electronic filing system in Case No. 17-3567.	.20	185.00	37.00
3/14/22	JRC	215	Analyze emails from Proskauer and Citi regarding issue of prepayment of CW loan to HTA (.30).	.30	360.00	108.00
3/14/22	IVM	215	Review the HTA plan of adjustment and tax disclosure as of March 14, 2022.	1.10	335.00	368.50
3/14/22	GMR	206	Review the Supplemental Reply in Support of the Urgent motion for an Order Directing the Fiscal Agent to Disburse the Disputed Funds in the HTA Bond Service Accounts, Redemption Accounts, and Reserve Accounts, in anticipation to its filing.	.10	205.00	20.50
3/14/22	GMR	206	File the Supplemental Reply in Support of the Urgent motion for an Order Directing the Fiscal Agent to Disburse the Disputed Funds in the HTA Bond Service Accounts, Redemption Accounts, and Reserve Accounts, through the court's electronic filing system in Case No. 17-3567, 17-ap-155, 17-ap-156, and 17-ap-159.	.50	205.00	102.50
3/15/22	JRC	215	Analyze the revised draft of CW loan to HTA to allow HTA to pay claims on confirmation date (.80).	.80	360.00	288.00
3/15/22	JRC	215	Review interagency agreement between DTOP and HTA for maintenance of roads (1.60). Emails exchange with J. Gonzalez regarding same (.20). Participate in conference call with Proskauer and McKinsey to discuss HTA memo on legal assumptions (.50). Analyzed updated memo (.40).	2.70	360.00	972.00
3/15/22	DOT	215	Revise the HTA updated Plan of Adjustment as of March 15, 2022 for purposes of updating PR taxes discussion of disclosure statement accordingly.	1.30	240.00	312.00
3/15/22	JEG	202	Conduct research on HTA agreement with the Department of Transportation and Public Works described in HTA's 1968 Resolution. (1.2). Draft email to J. Cacho with research findings. (0.1)	1.30	210.00	273.00
3/16/22	IVM	215	Review of PR tax disclosure in the HTA POA as of March 16, 2022.	.60	335.00	201.00

Bill #: 414075

March 31, 2022

3/17/22	JRC	215	Analyze revised HTA legal assumptions memo (.40). Analyze questions raised by McKinsey regarding same (.40). Participate in conference call with Proskauer y McKinsey to discuss topics (.50).	1.30	360.00	468.00
3/17/22	HDB	210	Review revised HTA BIT assumptions chart. (0.4) Tel. conf. with J. Levittan, Proskauer, J. Cacho, D. Barra and the McKinsey team regarding BIT. (0.4)	.80	330.00	264.00
3/17/22	UMF	224	Draft O&B's monthly fee statement for November 2021 in the Title III case of the HTA.	.30	235.00	70.50
3/17/22	UMF	224	Draft O&B's monthly fee statement for December 2021 in the Title III case of the HTA.	.20	235.00	47.00
3/18/22	JRC	215	Draft email to PMA regarding interagency agreement between DTOP and HTA.	.20	360.00	72.00
3/21/22	JRC	215	Emails exchange with E. Arias of PMA regarding interagency agreement between DTOP and HTA regarding road maintenance (0.3). Emails exchange with J. Levitan of Proskauer and others regarding suggestions to locate agreement through other sources (.20).	.50	360.00	180.00
3/28/22	JRC	215	Review revised BIT memo for HTA as of March 28, 2022 (.30). Participate in all hands call with Proskauer and McKenzie to discuss pending issues (.40).	.70	360.00	252.00
3/28/22	HDB	215	Join weekly HTA BIT call with O. Shah and McKinsey, J. Esses and Proskauer and J. Cacho, among others.	.40	330.00	132.00
3/30/22	IVM	215	Review recent edits to the HTA plan of adjustment as of March 30, 2022.	.70	335.00	234.50

TOTAL PROFESSIONAL SERVICES \$ 11,516.00

Less Discount \$ -1,151.60

NET PROFESSIONAL SERVICES: \$ 10,364.40

SUMMARY OF PROFESSIONAL SERVICES

Name	Hours	Rate	Total
JOSE R. CACHO	11.10	360.00	3,996.00
ISMAEL VICENTY MEDINA	9.20	335.00	3,082.00
HERMANN BAUER	3.40	330.00	1,122.00
JOSE L. NOTARIO TOLL	.30	245.00	73.50

Bill #: 414075

March 31, 2022

DENISSE ORTIZ TORRES	10.00	240.00	2,400.00
UBALDO M. FERNANDEZ BARRERA	.80	235.00	188.00
GABRIEL MIRANDA RIVERA	1.50	205.00	307.50
GONZALEZ ALDARONDO, JOSUE E.	1.30	210.00	273.00
J. COLON GARCIA	.40	185.00	74.00
Total	38.00		\$ 11,516.00

TOTAL THIS INVOICE

\$ 10,364.40

850 AVE. MUÑOZ RIVERA, SUITE 800
SAN JUAN, PR 00918-1813
TEL. (787) 764-8181
FAX (787) 753-8944

O'NEILL & BORGES LLC

March 31, 2022

FOMB IN RE HTA TITLE III

RE: 17-00151-LTS PEAJE INVESTMENT, LLC V. PR HTA ET AL-CGB

Enclosed please find our bill for professional services rendered and reimbursable expenses.
Should you have any questions concerning the attached bill, please do not hesitate to contact us. Your prompt payment would be greatly appreciated.

Sincerely Yours,

CARLA GARCIA BENITEZ

ESQ. ALEJANDRO RIVERA, SUITE 800
SAN JUAN, PR 00918-1813
TEL. (787) 764-8181
FAX (787) 753-8944

O'NEILL & BORGES LLC

FOMB IN RE HTA TITLE III

March 31, 2022
Bill #: 414076
Billing Attorney: CGB

BILLING SUMMARY

For Professional Services Rendered and Reimbursable Expenses for the period ending
March 31, 2022:

Client.Matter: P1703 - 801

RE: 17-00151-LTS PEAJE INVESTMENT, LLC V. PR HTA ET AL-CGB

Total Professional Services	\$ 119.00
Less Discount	<u>\$ -11.90</u>
Net Professional Services	\$ 107.10
Total Reimbursable Expenses	<u>\$.00</u>
TOTAL THIS INVOICE	\$ 107.10

O'NEILL & BORGES LLC

850 AVE. MUNOZ RIVERA, SUITE 800
SAN JUAN, PR 00918-1813
TEL. (787) 764-8181
FAX (787) 753-8944

Client.Matter: P1703 . 801

RE: 17-00151-LTS PEAJE INVESTMENT, LLC V. PR HTA ET AL-CGB

PROFESSIONAL SERVICES

Date	Atty	Task	Description	Hours	Rate	Amount
3/10/22	GMR	206	File the Urgent motion for an Order Directing the Fiscal Agent to Disburse the Disputed Funds in the HTA Bond Service Accounts, Redemption Accounts, and Reserve Accounts, through the court's electronic filing system in case no. 17-151.	.20	205.00	41.00
3/11/22	JJC	206	File Notice of Filing Amended and Restated Stipulation and Agreed Order Regarding the Disputed Funds in the HTA Bond Service Accounts, Redemption Accounts and Reserve Accounts through the court's electronic filing system in Adv. Proc. 17-151.	.20	185.00	37.00
3/14/22	GMR	206	File the Supplemental Reply in Support of the Urgent motion for an Order Directing the Fiscal Agent to Disburse the Disputed Funds in the HTA Bond Service Accounts, Redemption Accounts, and Reserve Accounts, through the court's electronic filing system in Case No. 17-ap-151.	.20	205.00	41.00

TOTAL PROFESSIONAL SERVICES \$ 119.00

Less Discount \$ -11.90

NET PROFESSIONAL SERVICES: \$ 107.10

SUMMARY OF PROFESSIONAL SERVICES

Name	Hours	Rate	Total
GABRIEL MIRANDA RIVERA	.40	205.00	82.00
J. COLON GARCIA	.20	185.00	37.00
Total	.60		\$ 119.00

Bill #: 414076

March 31, 2022

TOTAL THIS INVOICE

\$ 107.10

UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF PUERTO RICO

-----X

In re:	PROMESA
THE FINANCIAL OVERSIGHT AND MANAGEMENT BOARD FOR PUERTO RICO,	Title III
as representative of	Case No. 17 BK 3283-LTS
THE COMMONWEALTH OF PUERTO RICO, <i>et al.</i>	(Jointly Administered)
Debtors. ¹	

-----X

In re:	PROMESA
THE FINANCIAL OVERSIGHT AND MANAGEMENT BOARD FOR PUERTO RICO,	Title III
as representative of	Case No. 17 BK 3567-LTS
PUERTO RICO HIGHWAYS & TRANSPORTATION AUTHORITY,	
Debtor.	

-----X

**COVER SHEET TO SIXTIETH MONTHLY FEE APPLICATION OF
O'NEILL & BORGES LLC FOR COMPENSATION FOR SERVICES
RENDERED AND REIMBURSEMENT OF EXPENSES AS ATTORNEYS TO
THE FINANCIAL OVERSIGHT AND MANAGEMENT BOARD FOR PUERTO
RICO, AS REPRESENTATIVE OF DEBTOR, PUERTO RICO HIGHWAYS &
TRANSPORTATION AUTHORITY, FOR THE PERIOD OF
APRIL 1, 2022 THROUGH APRIL 30, 2022**

¹ The Debtors in these jointly-administered Title III Cases, along with each Debtor's respective Title III case number listed as a bankruptcy case number due to software limitations and the last four (4) digits of each Debtor's federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation ("COFINA") (Bankruptcy Case No. 17 BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Employees Retirement System of the Government of the Commonwealth of Puerto Rico ("ERS") (Bankruptcy Case No. 17 BK 3566-LTS) (Last Four Digits of Federal Tax ID: 9686); (iv) Puerto Rico Highways and Transportation Authority ("HTA") (Bankruptcy Case No. 17 BK 3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (v) Puerto Rico Electric Power Authority ("PREPA") (Bankruptcy Case No. 17 BK 4780-LTS) (Last Four Digits of Federal Tax ID: 3747); and (vi) Puerto Rico Public Buildings Authority ("PBA") (Bankruptcy Case No. 19-BK-5233-LTS) (Last Four Digits of Federal Tax ID: 3801) (Title III Case numbers are listed as Bankruptcy Case numbers due to software limitations).

Name of applicant	O'Neill & Borges LLC ("O&B")
Authorized to provide professional services to:	Financial Oversight and Management Board, as Representative for the Debtor Pursuant to PROMESA Section 315(b)
Time period covered by this application:	April 1, 2022 through April 30, 2022
Amount of compensation sought as actual, reasonable and necessary:	\$14,559.75
Amount of expense reimbursement sought as actual, reasonable and necessary:	\$0.00
Total amount for this invoice:	\$14,559.75

This is a: X monthly ___ interim ___ final application

This is O&B's sixtieth monthly fee application in these cases.

Principal Certification

I hereby authorize the submission of this Monthly Fee Statement for April 2022.

/s/ Jaime A. El Koury

Jaime A. El Koury
General Counsel to the Financial Oversight and
Management Board for Puerto Rico

On November 17, 2022, sent to:

Counsel for the Oversight Board:

Proskauer Rose LLP
Eleven Times Square
New York, NY 10036
Attn: Martin J. Bienenstock, Esq.,
mbienenstock@proskauer.com
Ehud Barak, Esq., ebarak@proskauer.com

Proskauer Rose LLP
70 West Madison Street, Chicago, IL 60602
Attn: Paul V. Possinger, Esq.,
ppossinger@proskauer.com

Counsel for AAFAF:

O'Melveny & Myers LLP
Times Square Tower, 7 Times Square
New York, NY 10036
Attn: John J. Rapisardi, Esq., jrapisardi@omm.com
Suzanne Uhland, Esq., suhland@omm.com
Diana M. Pérez, Esq., dperez@omm.com

**Counsel for PR Fiscal Agency and Financial
Advisory Authority:**

Marini Pietrantoni Muñoz LLC
MCS Plaza Suite 500, 255 Ponce de León Ave.
San Juan, PR 00917
Attn: Luis C. Marini-Biaggi, Esq.,
lmardini@mpmlawpr.com
Carolina Velaz-Rivero, Esq., cvelaz@mpmlawpr.com

Office of the United States Trustee District of PR:

Edif. Ochoa, 500 Tanca Street, Suite 301
San Juan, PR 00901
Re: In re: Commonwealth of Puerto Rico
monsita.lecaroz@usdoj.gov

**Counsel for the Official Committee of Unsecured
Creditors:**

Paul Hastings LLP
200 Park Avenue
New York, NY 10166
Attn: Luc. A. Despina, Esq.,
lucdespins@paulhastings.com

Casillas, Santiago & Torres, LLC
El Caribe Office Building, 53 Palmeras Street, Suite
1601
San Juan, PR 00901-2419
Attn: Juan J. Casillas Ayala, Esq.,
jcasillas@cstlawpr.com
Alberto J.E. Añeses Negrón, Esq.,
aaneses@cstlawpr.com

**Counsel for the Official Committee of Retired
Employees:**

Bennazar, García & Millian, C.S.P.
Edificio Union Plaza, PH-A Piso 18, 416 Ave. Ponce de
León
Hato Rey, PR 00918
Attn: A.J. Bennazar-Zequeira, Esq., ajb@bennazar.org

Jenner & Block LLP
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Attn: Robert Gordon, Esq., rgordong@jenner.com
Richard Levin, Esq., rlevin@jenner.com

Jenner & Block LLP
353 N. Clark Street
Chicago, IL 60654
Attn: Catherine Steege, Esq., csteegen@jenner.com
Melissa Root, Esq., mroot@jenner.com

PR Department of Treasury:

PO Box 9024140
San Juan, PR 00902-4140
Attn: Reylam Guerra Goderich, Deputy Assistant of
Central Accounting, Reylam.Guerra@hacienda.pr.gov
Omar E. Rodríguez-Pérez, CPA, Assistant
Secretary of Central Accounting,
Rodriguez.Omar@hacienda.pr.gov
Angel L. Pantoja-Rodríguez Deputy Assistant Secretary
of Internal Revenue and Tax Policy
angel.pantoja@hacienda.pr.gov
Francisco Parés-Alicea, Secretary of the Treasury,
Francisco.pares@hacienda.pr.gov
Francisco Pena Montanez, CPA, Assistant Secretary of
the Treasury, Francisco.Pena@hacienda.pr.gov

Counsel for the Fee Examiner:

EDGE Legal Strategies, PSC
252 Ponce de León Av, Citibank Tower, 12th Floor
San Juan, PR 00918
Attn: Eyck O. Lugo, Esq., elugo@edgelegalpr.com

Godfrey & Kahn, S.C.
Onee East Main Street, Suite 500
Madison, WI 53703
Attn: Katherine Stadler, KStadler@gklaw.com

<u>HTA TITLE III</u>					
<u>Summary of Legal Fees for the Period April 1 through April 30, 2022</u>					
Professional	Position/Title	Department	Hourly Billing Rate	Total Billed Hours	Total Compensation
Hermann D. Bauer	Member	Litigation	330.00	13.50	4,455.00
Jose R. Cacho	Member	Corporate	360.00	18.50	6,660.00
Ismael Vicenty Medina	Member	Corporate	335.00	7.70	2,579.50
Denisse Ortiz Torres	Jr. Member	Corporate	240.00	7.90	1,896.00
Gabriel Miranda Rivera	Associate	Litigation	205.00	2.30	471.50
Vanessa Sanchez	Paralegal	Litigation	165.00	0.70	115.50
	Totals			50.60	\$ 16,177.50
	Less: 10% Courtesy discount				\$ (1,617.75)
SUMMARY OF LEGAL FEES					\$ 14,559.75
<u>COMMONWEALTH OF PR TITLE III</u>					
<u>Summary of Disbursements for the Period April 1 through April 30, 2022</u>					
Description - Expenses			Amounts		
Duplicating					
	Totals				
SUMMARY OF DISBURSEMENTS			\$ -		

<u>HTA TITLE III</u>			
<u>Summary of Legal Fees for the Period April 1 through April 30, 2022</u>			
Task Code	Matter Description	Total Billed Hours	Total Fees Requested
215	Plan of Adjustment and Disclosure Statement	49.90	16,062.00
219	Docketing	0.10	16.50
224	Fee Application O&B	0.60	99.00
			\$ 16,177.50
	Less: 10% Courtesy discount		\$ (1,617.75)
	TOTALS	50.60	\$ 14,559.75

O&B requests payment and reimbursement in accordance with the procedures set forth in the Interim Compensation Order (*i.e.*, payment of ninety percent (90%) of the compensation sought, in the amount of \$13,103.78, and reimbursement of one-hundred percent (100%) of expenses incurred, in the amount of \$0.00) in the total amount of \$13,103.78.

Professional Certification

I hereby certify that no public servant of the Department of Treasury is a party to or has any interest in the gains or benefits derived from the contract that is the basis of this invoice. The only consideration for providing services under the contract is the payment agreed upon with the authorized representatives of the Financial Oversight and Management Board for Puerto Rico. The amount of this invoice is reasonable. The services were rendered and the corresponding payment has not been made. To the best of my knowledge, O'Neill & Borges LLC does not have any debts owed to the Government of Puerto Rico or its instrumentalities.

s/Ubaldo M. Fernández
Ubaldo M. Fernández
O'Neill & Borges LLC
250 Muñoz Rivera Ave., Ste. 800
San Juan, PR 00918-1813
Tel: (787) 282-5786
Fax: (787) 753-8944

Exhibit A

250 AVE. MUÑOZ RIVERA, SUITE 800
SAN JUAN, PR 00918-1813
TEL. (787) 764-8181
FAX (787) 753-8944

O'NEILL & BORGES LLC

April 30, 2022

FOMB IN RE HTA TITLE III

RE: GENERAL

Enclosed please find our bill for professional services rendered and reimbursable expenses.
Should you have any questions concerning the attached bill, please do not hesitate to contact us. Your prompt payment would be greatly appreciated.

Sincerely Yours,

CARLA GARCIA BENITEZ

O'NEILL & BORGES LLC

ESQ. ALEJANDRO RIVERA, SUITE 800
SAN JUAN, PR 00918-1813
TEL. (787) 764-8181
FAX (787) 753-8944

FOMB IN RE HTA TITLE III

April 30, 2022
Bill #: 417152
Billing Attorney: CGB

BILLING SUMMARY

For Professional Services Rendered and Reimbursable Expenses for the period ending
April 30, 2022:

Client.Matter: P1703 - 0

RE: GENERAL

Total Professional Services	\$ 16,177.50
Less Discount	<u>\$ -1,617.75</u>
Net Professional Services	\$ 14,559.75
Total Reimbursable Expenses	<u>\$.00</u>
TOTAL THIS INVOICE	\$ 14,559.75

IN ACCOUNT WITH

850 AVE. MUNOZ RIVERA, SUITE 800
SAN JUAN, PR 00918-1813
TEL. (787) 764-8181
FAX (787) 753-8944

O'NEILL & BORGES LLC

Client.Matter: P1703 . 0

RE: GENERAL

PROFESSIONAL SERVICES

Date	Atty	Task	Description	Hours	Rate	Amount
4/01/22	VSN	224	As requested by U. Fernandez, prepare exhibits for the O&B fifty-fourth monthly fee application for the HTA Title III, case no. 17-3567, for attorney review.	.20	165.00	33.00
4/01/22	VSN	224	As requested by U. Fernandez, prepare exhibits for the O&B fifty-fifth monthly fee application for the HTA Title III, case no. 17-3567, for attorney review.	.20	165.00	33.00
4/01/22	VSN	224	As requested by U. Fernandez, prepare exhibits for the O&B fifty-sixth monthly fee application for the HTA Title III, case no. 17-3567, for attorney review.	.20	165.00	33.00
4/11/22	VSN	219	Docket court notice received by email dated April 11, 2022, order Dkt. 1161, the deadline to file a response and reply. - H. D. Bauer and U. Fernandez.	.10	165.00	16.50
4/13/22	DOT	215	Revise PR Tax discussion of Disclosure Statement based on updated version of the HTA Plan of Adjustment.	5.30	240.00	1,272.00
4/18/22	IVM	215	Review HTA plan of adjustment to analyze tax matters related to taxation of creditors.	1.50	335.00	502.50
4/19/22	IVM	215	Continued review of HTA plan of adjustment (1.20). Draft proposed edits to PR tax section included in same. (1.40)	3.60	335.00	1,206.00
4/20/22	IVM	215	Review HTA plan of adjustment to address of revised impact on tax section.	1.30	335.00	435.50
4/20/22	DOT	215	Revise PR tax discussion of Disclosure Statement based on revised Plan.	1.20	240.00	288.00
4/25/22	JRC	215	Commence review of April 2022 draft of HTA Disclosure Statement.	1.30	360.00	468.00

Bill #: 417152

April 30, 2022

4/25/22	JRC	215	Continue review of April 2022 HTA Disclosure Schedule.	1.40	360.00	504.00
4/25/22	HDB	215	Review issues regarding timing of filing of HTA Plan of Adjustment and Disclosure Statement.	.30	330.00	99.00
4/25/22	DOT	215	Revise updated plan in connection with PR tax discussion of disclosure statement.	.90	240.00	216.00
4/25/22	GMR	215	Review the April 2022 drafts of the HTA plan, disclosure statement, disclosure statement approval motion, scheduling motion, and discovery motion.	2.30	205.00	471.50
4/26/22	JRC	215	Continue analysis and review of April 2022 draft of HTA Disclosure Schedule.	3.20	360.00	1,152.00
4/26/22	IVM	215	Review proposed edits to HTA plan of adjustment and impact on tax section.	.70	335.00	234.50
4/26/22	HDB	215	Commence review of April 2022 draft HTA Disclosure Statement.	4.80	330.00	1,584.00
4/27/22	JRC	215	Continue review and examination of HTA draft Disclosure Statement as of April 2022.	4.20	360.00	1,512.00
4/27/22	HDB	215	Continue review of HTA disclosure statement. (.7) Commence review of updated draft of the HTA Plan of Adjustment. (3.6)	4.30	330.00	1,419.00
4/27/22	DOT	215	Revise updated plan in connection with PR tax discussion of disclosure statement.	.50	240.00	120.00
4/28/22	JRC	215	Finalize review of HTA Disclosure statement (2.80). Commence review of the April 2022 HTA POA (3.40)	6.20	360.00	2,232.00
4/28/22	HDB	215	Continue review of proposed Plan of Adjustment for HTA. (.1.2) Revise Order (I) Approving Disclosure Statement, (II) Fixing Voting Record Date, (III) Approving Confirmation Hearing Notice and Confirmation Schedule, (IV) Approving Solicitation Packages and Distribution Procedures, (v) Approving Forms of Ballots, and Voting and Election Procedures, (vi) Approving Notice of Non-Voting Status, (vii) Fixing Voting, Election, and Confirmation Deadlines, and (viii) Approving Vote Tabulation Procedures (.8) Revise draft Order. (.4)	2.40	330.00	792.00
4/29/22	JRC	215	Finalize review of April 2022 draft of HTA Plan of Adjustment.	2.20	360.00	792.00

Bill #: 417152

April 30, 2022

4/29/22	IVM	215	Review edits to HTA plan of adjustment by the O&B team.	.60	335.00	201.00
4/29/22	HDB	215	Revise HTA's Motion for and Order Establishing Procedures and Deadlines Concerning Objection to Confirmation and Discovery. (.6) Review Motion for an Order (i) scheduling a Disclosure Statement Hearing to consider the adequacy of the information contained in the Disclosure Statement, (ii) establishing a deadline by which objections to the adequacy of the Disclosure Statement and replies thereto must be filed, (iii) approving the form of notice of the Disclosure Statement Hearing and related deadlines, (iv) establishing document depository procedures in connection therewith, and (v) granting related relief. (.5) Review issues regarding check list of filings as per Proskauer. (.3)	1.40	330.00	462.00
4/30/22	HDB	215	Review filing checklist for HTA Plan and Disclosure Statement.	.30	330.00	99.00

TOTAL PROFESSIONAL SERVICES \$ 16,177.50

Less Discount \$ -1,617.75

NET PROFESSIONAL SERVICES: \$ 14,559.75

SUMMARY OF PROFESSIONAL SERVICES

Name	Hours	Rate	Total
JOSE R. CACHO	18.50	360.00	6,660.00
ISMAEL VICENTY MEDINA	7.70	335.00	2,579.50
HERMANN BAUER	13.50	330.00	4,455.00
DENISSE ORTIZ TORRES	7.90	240.00	1,896.00
GABRIEL MIRANDA RIVERA	2.30	205.00	471.50
VANESSA SANCHEZ	.70	165.00	115.50
Total	50.60		\$ 16,177.50

TOTAL THIS INVOICE \$ 14,559.75

UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF PUERTO RICO

-----X
In re:

PROMESA
Title III

THE FINANCIAL OVERSIGHT AND
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of

Case No. 17 BK 3283-LTS

THE COMMONWEALTH OF PUERTO RICO, *et al.*

(Jointly Administered)

Debtors.¹

-----X
In re:

PROMESA
Title III

THE FINANCIAL OVERSIGHT AND
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of

Case No. 17 BK 3567-LTS

PUERTO RICO HIGHWAYS & TRANSPORTATION
AUTHORITY,

Debtor.

-----X
**COVER SHEET TO SIXTY-FIRST MONTHLY FEE APPLICATION OF
O'NEILL & BORGES LLC FOR COMPENSATION FOR SERVICES
RENDERED AND REIMBURSEMENT OF EXPENSES AS ATTORNEYS TO
THE FINANCIAL OVERSIGHT AND MANAGEMENT BOARD FOR PUERTO
RICO, AS REPRESENTATIVE OF DEBTOR, PUERTO RICO HIGHWAYS &
TRANSPORTATION AUTHORITY, FOR THE PERIOD OF
MAY 1, 2022 THROUGH MAY 31, 2022**

¹ The Debtors in these jointly-administered Title III Cases, along with each Debtor's respective Title III case number listed as a bankruptcy case number due to software limitations and the last four (4) digits of each Debtor's federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation ("COFINA") (Bankruptcy Case No. 17 BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Employees Retirement System of the Government of the Commonwealth of Puerto Rico ("ERS") (Bankruptcy Case No. 17 BK 3566-LTS) (Last Four Digits of Federal Tax ID: 9686); (iv) Puerto Rico Highways and Transportation Authority ("HTA") (Bankruptcy Case No. 17 BK 3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (v) Puerto Rico Electric Power Authority ("PREPA") (Bankruptcy Case No. 17 BK 4780-LTS) (Last Four Digits of Federal Tax ID: 3747); and (vi) Puerto Rico Public Buildings Authority ("PBA") (Bankruptcy Case No. 19-BK-5233-LTS) (Last Four Digits of Federal Tax ID: 3801) (Title III Case numbers are listed as Bankruptcy Case numbers due to software limitations).

Name of applicant	O'Neill & Borges LLC ("O&B")
Authorized to provide professional services to:	Financial Oversight and Management Board, as Representative for the Debtor Pursuant to PROMESA Section 315(b)
Time period covered by this application:	May 1, 2022 through May 31, 2022
Amount of compensation sought as actual, reasonable and necessary:	\$8,257.50
Amount of expense reimbursement sought as actual, reasonable and necessary:	\$0.00
Total amount for this invoice:	\$8,257.50

This is a: X monthly ___ interim ___ final application

This is O&B's sixty-first monthly fee application in these cases.

Principal Certification

I hereby authorize the submission of this Monthly Fee Statement for May 2022.

/s/ Jaime A. El Koury

Jaime A. El Koury
General Counsel to the Financial Oversight and
Management Board for Puerto Rico

On November 17, 2022, sent to:

Counsel for the Oversight Board:

Proskauer Rose LLP
Eleven Times Square
New York, NY 10036
Attn: Martin J. Bienenstock, Esq.,
mbienstock@proskauer.com
Ehud Barak, Esq., ebarak@proskauer.com

Proskauer Rose LLP
70 West Madison Street, Chicago, IL 60602
Attn: Paul V. Possinger, Esq.,
ppossinger@proskauer.com

Counsel for AAFAF:

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Times Square Tower, 7 Times Square
New York, NY 10036
Attn: John J. Rapisardi, Esq., jrapisardi@omm.com
Suzanne Uhland, Esq., suhland@omm.com
Diana M. Pérez, Esq., dperez@omm.com

**Counsel for PR Fiscal Agency and Financial
Advisory Authority:**

Marini Pietrantoni Muñoz LLC
MCS Plaza Suite 500, 255 Ponce de León Ave.
San Juan, PR 00917
Attn: Luis C. Marini-Biaggi, Esq.,
lmardini@mpmlawpr.com
Carolina Velaz-Rivero, Esq., cvelaz@mpmlawpr.com

Office of the United States Trustee District of PR:

Edif. Ochoa, 500 Tanca Street, Suite 301
San Juan, PR 00901
Re: In re: Commonwealth of Puerto Rico
monsita.lecaroz@usdoj.gov

**Counsel for the Official Committee of Unsecured
Creditors:**

Paul Hastings LLP
200 Park Avenue
New York, NY 10166
Attn: Luc. A. Despina, Esq.,
lucdespins@paulhastings.com

Casillas, Santiago & Torres, LLC
El Caribe Office Building, 53 Palmeras Street, Suite
1601
San Juan, PR 00901-2419
Attn: Juan J. Casillas Ayala, Esq.,
jcasillas@cstlawpr.com
Alberto J.E. Añeses Negrón, Esq.,
aaneses@cstlawpr.com

**Counsel for the Official Committee of Retired
Employees:**

Bennazar, García & Millian, C.S.P.
Edificio Union Plaza, PH-A Piso 18, 416 Ave. Ponce de
León
Hato Rey, PR 00918
Attn: A.J. Bennazar-Zequeira, Esq., ajb@bennazar.org

Jenner & Block LLP
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New York NY 10022
Attn: Robert Gordon, Esq., rgordong@jenner.com
Richard Levin, Esq., rlevin@jenner.com

Jenner & Block LLP
353 N. Clark Street
Chicago, IL 60654
Attn: Catherine Steege, Esq., csteeg@jenner.com
Melissa Root, Esq., mroot@jenner.com

PR Department of Treasury:

PO Box 9024140
San Juan, PR 00902-4140
Attn: Reylam Guerra Goderich, Deputy Assistant of
Central Accounting, Reylam.Guerra@hacienda.pr.gov
Omar E. Rodríguez-Pérez, CPA, Assistant
Secretary of Central Accounting,
Rodriguez.Omar@hacienda.pr.gov
Angel L. Pantoja-Rodríguez Deputy Assistant Secretary
of Internal Revenue and Tax Policy
angel.pantoja@hacienda.pr.gov
Francisco Parés-Alicea, Secretary of the Treasury,
Francisco.pares@hacienda.pr.gov
Francisco Pena Montanez, CPA, Assistant Secretary of
the Treasury, Francisco.Pena@hacienda.pr.gov

Counsel for the Fee Examiner:

EDGE Legal Strategies, PSC
252 Ponce de León Av, Citibank Tower, 12th Floor
San Juan, PR 00918
Attn: Eyck O. Lugo, Esq., elugo@edgelegalpr.com

Godfrey & Kahn, S.C.
One East Main Street, Suite 500
Madison, WI 53703
Attn: Katherine Stadler, KStadler@gklaw.com

<u>HTA TITLE III</u>			
<u>Summary of Legal Fees for the Period May 1 through May 31, 2022</u>			
Task Code	Matter Description	Total Billed Hours	Total Fees Requested
202	Legal Reserch	0.90	310.50
206	Documents Filed on Behalf of the Board	4.90	1,015.00
209	Adversary Proceeding	0.20	66.00
215	Plan of Adjustment and Disclosure Statement	23.50	7,569.00
219	Docketing	0.10	16.50
222	Claims and Claims Objections	0.60	198.00
			\$ 9,175.00
	Less: 10% Courtesy discount		\$ (917.50)
	TOTALS	30.20	\$ 8,257.50

O&B requests payment and reimbursement in accordance with the procedures set forth in the Interim Compensation Order (*i.e.*, payment of ninety percent (90%) of the compensation sought, in the amount of \$7,431.75, and reimbursement of one-hundred percent (100%) of expenses incurred, in the amount of \$0.00) in the total amount of \$7,431.75.

Professional Certification

I hereby certify that no public servant of the Department of Treasury is a party to or has any interest in the gains or benefits derived from the contract that is the basis of this invoice. The only consideration for providing services under the contract is the payment agreed upon with the authorized representatives of the Financial Oversight and Management Board for Puerto Rico. The amount of this invoice is reasonable. The services were rendered and the corresponding payment has not been made. To the best of my knowledge, O'Neill & Borges LLC does not have any debts owed to the Government of Puerto Rico or its instrumentalities.

s/Ubaldo M. Fernández
Ubaldo M. Fernández
O'Neill & Borges LLC
250 Muñoz Rivera Ave., Ste. 800
San Juan, PR 00918-1813
Tel: (787) 282-5786
Fax: (787) 753-8944

Exhibit A

250 AVE. MUÑOZ RIVERA, SUITE 800
SAN JUAN, PR 00918-1813
TEL. (787) 764-8181
FAX (787) 753-8944

O'NEILL & BORGES LLC

May 31, 2022

FOMB IN RE HTA TITLE III

RE: GENERAL

Enclosed please find our bill for professional services rendered and reimbursable expenses.
Should you have any questions concerning the attached bill, please do not hesitate to contact us. Your prompt payment would be greatly appreciated.

Sincerely Yours,

CARLA GARCIA BENITEZ

IN ACCOUNT WITH

ESQ. ALEJANDRO RIVERA, SUITE 800
SAN JUAN, PR 00918-1813
TEL. (787) 764-8181
FAX (787) 753-8944

O'NEILL & BORGES LLC

FOMB IN RE HTA TITLE III

May 31, 2022
Bill #: 418947
Billing Attorney: CGB

BILLING SUMMARY

For Professional Services Rendered and Reimbursable Expenses for the period ending
May 31, 2022:

Client.Matter: P1703 - 0

RE: GENERAL

Total Professional Services	\$ 8,961.00
Less Discount	<u>\$ -896.10</u>
Net Professional Services	\$ 8,064.90
Total Reimbursable Expenses	<u>\$.00</u>
TOTAL THIS INVOICE	\$ 8,064.90

O'NEILL & BORGES LLC

Client.Matter: P1703 . 0

RE: GENERAL

PROFESSIONAL SERVICES

Date	Atty	Task	Description	Hours	Rate	Amount
5/02/22	JRC	215	Analyze final version of HTA PoA as filed.	1.60	360.00	576.00
5/02/22	HDB	215	Review final version of HTA Plan. (.7) Revise final version of HTA Disclosure Statement. (1.1) .Revise final version of DS Approval Motion. (.5) Review exhibits to Disclosure Statement. (.6) Review logistical issues regarding filing Plan and Disclosure Statement. (.3)	3.20	330.00	1,056.00
5/02/22	HDB	215	Review the Limited Objection of Official Committee of Unsecured Creditors to Proposed Scheduling Order With Respect to Approval of Depository Procedures Requested in Urgent Motion of Puerto Rico Highways and Transportation Authority for Order (I) Scheduling Hearing to Consider Adequacy of Information Contained in Disclosure Statement, (II) Establishing Deadline for Filing Objections to Disclosure Statement and Replies Thereto, (III) Approving Form and Manner of Notice Thereof, (IV) Establishing Document Depository Procedures in Connection Therewith, and (V) Granting Related Relief.	.20	330.00	66.00
5/02/22	GMR	215	Review the final version of the Title III Plan of Adjustment of the Puerto Rico Highways and Transportation Authority, in anticipation to its filing.	.40	205.00	82.00
5/02/22	GMR	215	File the Title III Plan of Adjustment of the Puerto Rico Highways and Transportation Authority, through the court's electronic filing system in Case No. 17-3567.	.20	205.00	41.00
5/02/22	GMR	215	Review the final draft of the Disclosure Statement for the Title III Plan of Adjustment for the Puerto Rico Highways and Transportation Authority, in anticipation to its filing.	.50	205.00	102.50

Bill #: 418947

May 31, 2022

5/02/22	GMR	215	File the Disclosure Statement for the Title III Plan of Adjustment for the Puerto Rico Highways and Transportation Authority, through the court's electronic filing system in Case No. 17-3567.	.30	205.00	61.50
5/02/22	GMR	215	Review the Urgent motion of Puerto Rico Highways and Transportation Authority for an Order (I) Scheduling a Hearing to Consider the Adequacy of Information Contained in the Disclosure Statement, (II) Establishing the Deadline for Filing Objections to the Disclosure Statement and Replies Thereto; (III) Approving Form and Manner of Notice Thereof, (IV) Establishing Document Depository Procedures in Connection Therewith, and (V) Granting Related Relief, in anticipation to its filing.	.30	205.00	61.50
5/02/22	GMR	215	File the Urgent motion of Puerto Rico Highways and Transportation Authority for an Order (I) Scheduling a Hearing to Consider the Adequacy of Information Contained in the Disclosure Statement, (II) Establishing the Deadline for Filing Objections to the Disclosure Statement and Replies Thereto; (III) Approving Form and Manner of Notice Thereof, (IV) Establishing Document Depository Procedures in Connection Therewith, and (V) Granting Related Relief, through the court's electronic filing system in case no. 17-3567.	.20	205.00	41.00
5/02/22	GMR	215	Review the Motion of the Puerto Rico Highways and Transportation Authority for an Order (I) Approving Disclosure Statement, (II) Fixing Voting Record Date, (III) Approving Confirmation Hearing Notice and Confirmation Schedule, (IV) Approving Solicitation Packages and Distribution Procedures, (V) Approving Forms of Ballots, and Voting and Election Procedures, (VI) Approving Notice of Non-Voting Status, (VII) Fixing Voting, Election and Confirmation Deadlines, and (VIII) Approving Vote Tabulation Procedures, in anticipation to its filing.	.30	205.00	61.50

Bill #: 418947

May 31, 2022

5/02/22	GMR	215	File the Motion of the Puerto Rico Highways and Transportation Authority for an Order (I) Approving Disclosure Statement, (II) Fixing Voting Record Date, (III) Approving Confirmation Hearing Notice and Confirmation Schedule, (IV) Approving Solicitation Packages and Distribution Procedures, (V) Approving Forms of Ballots, and Voting and Election Procedures, (VI) Approving Notice of Non-Voting Status, (VII) Fixing Voting, Election and Confirmation Deadlines, and (VIII) Approving Vote Tabulation Procedures, through the court's electronic filing system in case no. 17-3567.	.20	205.00	41.00
5/02/22	GMR	215	Review the Motion of the Puerto Rico Highways and Transportation Authority for an Order Establishing, Among Other Things, Procedures and Deadlines Concerning Objections to Confirmation and Discovery in Connection Therewith, in anticipation to its filing.	.30	205.00	61.50
5/02/22	GMR	215	File the Motion of the Puerto Rico Highways and Transportation Authority for an Order Establishing, Among Other Things, Procedures and Deadlines Concerning Objections to Confirmation and Discovery in Connection Therewith, through the court's electronic filing system in case no. 17-3567.	.20	205.00	41.00
5/02/22	GMR	215	Email exchange with L. Osaben, S. Ma and A. Weringa in connection with the filing of the HTA Plan, Disclosure Statement and related motions.	.50	205.00	102.50
5/02/22	GMR	215	File the Motion of the Puerto Rico Highways and Transportation Authority for an Order (I) Approving Disclosure Statement, (II) Fixing Voting Record Date, (III) Approving Confirmation Hearing Notice and Confirmation Schedule, (IV) Approving Solicitation Packages and Distribution Procedures, (V) Approving Forms of Ballots, and Voting and Election Procedures, (VI) Approving Notice of Non-Voting Status, (VII) Fixing Voting, Election and Confirmation Deadlines, and (VIII) Approving Vote Tabulation Procedures, through the court's electronic filing system in case no. 17-3567.	.20	205.00	41.00

Bill #: 418947

May 31, 2022

5/03/22	CGB	202	Review query from J. Esses regarding availability of interest for failure to pay outstanding invoices due by HTA (0.1); legal research regarding current provision of the Puerto Rico Civil Code of 202 applicable to same (0.3); Draft preliminary response to J. Esses query (0.3).	.70	345.00	241.50
5/04/22	HDB	206	Review the Notice of Filing of Revised Proposed Order (I) Scheduling a Hearing to Consider the Adequacy of Information Contained in the Disclosure Statement, (II) Establishing the Deadline for Filing Objections to the Disclosure Statement and Replies Thereto; (III) Approving Form and Manner of Notice Thereof, (IV) Establishing Document Depository Procedures in Connection Therewith, and (V) Granting Related Relief.	.20	330.00	66.00
5/04/22	HDB	215	Review the Spanish Translation of Radio script regarding HTA Plan. (.4) Review issues regarding translation of disclosure statement. (.5)	.90	330.00	297.00
5/04/22	GMR	215	Review the Notice of Filing of Revised Proposed Order (I) Scheduling a Hearing to Consider the Adequacy of Information Contained in the Disclosure Statement, (II) Establishing the Deadline for Filing Objections to the Disclosure Statement and Replies Thereto; (III) Approving Form and Manner of Notice Thereof, (IV) Establishing Document Depository Procedures in Connection Therewith, and (V) Granting Related Relief, in anticipation to its filing.	.30	205.00	61.50
5/04/22	GMR	215	File the Notice of Filing of Revised Proposed Order (I) Scheduling a Hearing to Consider the Adequacy of Information Contained in the Disclosure Statement, (II) Establishing the Deadline for Filing Objections to the Disclosure Statement and Replies Thereto; (III) Approving Form and Manner of Notice Thereof, (IV) Establishing Document Depository Procedures in Connection Therewith, and (V) Granting Related Relief, through the court's electronic filing system in case no. 17-3567.	.30	205.00	61.50
5/05/22	HDB	215	Review the glossary for translation of HTA disclosure statement.	.60	330.00	198.00
5/05/22	HDB	215	Review the Order on Disclosure Statement Scheduling matters.	.20	330.00	66.00
5/05/22	HDB	215	Review analysis by C. Garcia regarding interest on unsecured claims.	.20	330.00	66.00

Bill #: 418947

May 31, 2022

5/05/22	HDB	222	Review letter from C. Cuprill regarding Claim No. 168187.	.30	330.00	99.00
5/06/22	CGB	202	Final edits to email to J. Esses responding to query on availability of interest for failure to pay outstanding invoices due by HTA.	.20	345.00	69.00
5/09/22	HDB	215	Review the UCC's Motion to Inform Agreement regarding Depository Procedures Requested In Urgent Motion Of Puerto Rico Highways And Transportation Authority For Order (I) Scheduling Hearing To Consider Adequacy Of Information Contained In Disclosure Statement, (II) Establishing Deadline For Filing Objections To Disclosure Statement And Replies Thereto, (III) Approving Form And Manner Of Notice Thereof, (IV) Establishing Document Depository Procedures In Connection Therewith, and (V) Granting Related Relief.	.30	330.00	99.00
5/09/22	HDB	215	Review the Notice of Filing of Proposed Order (I) Establishing Document Depository Procedures In Connection with Disclosure Statement Hearing, and (II) Granting Related Relief.	.20	330.00	66.00
5/09/22	JJC	206	Review the Notice of Filing of Proposed Order (I) Establishing Document Depository Procedures In Connection with Disclosure Statement Hearing, and (II) Granting Related Relief in anticipation of its filing in Case No. 17-3567.	.20	185.00	37.00
5/09/22	JJC	206	File the Notice of Filing of Proposed Order (I) Establishing Document Depository Procedures In Connection with Disclosure Statement Hearing, and (II) Granting Related Relief through the court's electronic filing system in Case No. 17-3567.	.20	185.00	37.00
5/09/22	VSN	219	Docket court notice received by email dated May 5, 2022, order Dkt. 1171, regarding the deadline to file an objection, reply, and the scheduled disclosure statement hearing. - H. D. Bauer and U. Fernandez.	.10	165.00	16.50
5/13/22	HDB	222	Revise the draft of the Four Hundred Fifty-Second Omnibus Objection (Substantive) of the Commonwealth of Puerto Rico and the Puerto Rico Highways and Transportation Authority to Late-Filed Claims.	.30	330.00	99.00

Bill #: 418947

May 31, 2022

5/16/22	HDB	215	Revise the Amended Title III Plan of Adjustment of the Puerto Rico Highways and Transportation Authority. (.6) Revised Amended Title III Plan of Adjustment of the Puerto Rico Highways and Transportation Authority. (.8)	1.40	330.00	462.00
5/16/22	GMR	206	File the Amended Title III Plan of Adjustment of the Puerto Rico Highways and Transportation Authority, through the court's electronic filing system in Case No. 17-3567.	.20	205.00	41.00
5/16/22	GMR	206	Corroborate exhibits of the HTA disclosure statement in anticipation to their filing.	.20	205.00	41.00
5/16/22	GMR	206	Analyze the Disclosure Statement for the Amended Title III Plan of Adjustment for the Puerto Rico Highways and Transportation Authority, in anticipation to its filing.	.30	205.00	61.50
5/16/22	GMR	206	File the Disclosure Statement for the Amended Title III Plan of Adjustment for the Puerto Rico Highways and Transportation Authority, through the court's electronic filing system in case no. 17-3567.	.30	205.00	61.50
5/16/22	GMR	206	File the Notice of Filing of Amended Title III Plan of Adjustment of the Puerto Rico Highways and Transportation Authority and Corresponding Disclosure Statement, through the court's electronic filing system in case no. 17-3567.	.20	205.00	41.00
5/16/22	GMR	206	File the Notice of Filing of Revised Proposed Order Establishing, Among Other Things, Procedures and Deadlines Concerning Objections to Confirmation and Discovery in Connection Therewith, through the court's electronic filing system in case no. 17-3567.	.20	205.00	41.00
5/16/22	GMR	206	File the Notice of Filing of Revised Proposed Order (I) Approving Disclosure Statement, (II) Fixing Voting Record Date, (III) Approving Confirmation Hearing Notice and Confirmation Schedule, (IV) Approving Solicitation Packages and Distribution Procedures, (V) Approving Forms of Ballots and Voting and Election Procedures, (VI) Approving Notice of Non-Voting Status, (VII) Fixing Voting, Election, and Confirmation Deadlines, and (VIII) Approving Vote Tabulation Procedures, through the court's electronic filing system in case no. 17-3567.	.20	205.00	41.00

Bill #: 418947

May 31, 2022

5/16/22	GMR	206	File the Notice of Filing of Revised Proposed Order (I) Approving Disclosure Statement, (II) Fixing Voting Record Date, (III) Approving Confirmation Hearing Notice and Confirmation Schedule, (IV) Approving Solicitation Packages and Distribution Procedures, (V) Approving Forms of Ballots and Voting and Election Procedures, (VI) Approving Notice of Non-Voting Status, (VII) Fixing Voting, Election, and Confirmation Deadlines, and (VIII) Approving Vote Tabulation Procedures, through the court's electronic filing system in case no. 17-3283.	.20	205.00	41.00
5/17/22	JRC	215	Commence analysis of revised amended DS and POA documents related to HTA.	1.20	360.00	432.00
5/17/22	HDB	215	Revise the Notice of Filing of Revised Proposed Order (I) Approving Disclosure Statement, (II) Fixing Voting Record Date, (III) Approving Confirmation Hearing Notice and Confirmation Schedule, (IV) Approving Solicitation Packages and Distribution Procedures, (V) Approving Forms of Ballots and Voting and Election Procedures, (VI) Approving Notice of Non-Voting Status, (VII) Fixing Voting, Election, and Confirmation Deadlines, and (VIII) Approving Vote Tabulation Procedures. (.5) Revise the Revised Proposed Order Establishing, Among Other Things, Procedures and Deadlines Concerning Objections to Confirmation and Discovery in Connection Therewith. (.3)	.80	330.00	264.00
5/18/22	JRC	215	Analyze of version of HTA Disclosure Schedule filed in Court.	2.60	360.00	936.00
5/23/22	JRC	215	Finalize analysis of PR law sections and filings of HTA DS.	3.70	360.00	1,332.00
5/24/22	JRC	215	Finalize analysis of HTA revised plan of adjustment.	2.20	360.00	792.00
5/24/22	HDB	206	Review the Motion for Approval of Second Amended and Restated Stipulation and Agreed Order Regarding the Disputed Funds in the HTA Bond Service Accounts, Redemption Accounts and Reserve Accounts.	.30	330.00	99.00
5/24/22	JJC	206	Review Motion for Approval of Second Amended and Restated Stipulation and Agreed Order Regarding the Disputed Funds in the HTA Bond Service Accounts, Redemption Accounts and Reserve Accounts in anticipation of its filing in Case No. 17-3567.	.20	185.00	37.00

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May 31, 2022

5/24/22	JJC	206	File Motion for Approval of Second Amended and Restated Stipulation and Agreed Order Regarding the Disputed Funds in the HTA Bond Service Accounts, Redemption Accounts and Reserve Accounts through the court's electronic filing system in Case No. 17-3567.	.20	185.00	37.00
5/24/22	JJC	206	Review the Unopposed Urgent Motion of the Financial Oversight and Management Board for Puerto Rico to Set a Briefing Schedule for the Motion for Approval of Second Amended and Restated Stipulation and Agreed Order Regarding the Disputed Funds in the HTA Bond Service Accounts, Redemption Accounts and Reserve Accounts in anticipation of its filing in Case No. 17-3567.	.20	185.00	37.00
5/24/22	JJC	206	File the Unopposed Urgent Motion of the Financial Oversight and Management Board for Puerto Rico to Set a Briefing Schedule for the Motion for Approval of Second Amended and Restated Stipulation and Agreed Order Regarding the Disputed Funds in the HTA Bond Service Accounts, Redemption Accounts and Reserve Accounts through the court's electronic filing system in Case No. 17-3567.	.20	185.00	37.00
5/26/22	JJC	206	Review Eleventh Interim Fee Application of Alvarez & Marsal North America, LLC for Compensation for Services Rendered and Reimbursement of Expenses Incurred as Advisor to the Financial Oversight and Management Board of Puerto Rico as Representative of the Puerto Rico Highways and Transportation Authority from October 1, 2021 through January 31, 2022 in anticipation of its filing in Case No. 17-3567.	.20	185.00	37.00
5/26/22	JJC	206	File Eleventh Interim Fee Application of Alvarez & Marsal North America, LLC for Compensation for Services Rendered and Reimbursement of Expenses Incurred as Advisor to the Financial Oversight and Management Board of Puerto Rico as Representative of the Puerto Rico Highways and Transportation Authority from October 1, 2021 through January 31, 2022 through the court's electronic filing system in Case No. 17-3567.	.20	185.00	37.00

Bill #: 418947

May 31, 2022

5/26/22	JJC	206	Review Notice of Filing of Eleventh Interim Fee Application of Alvarez & Marsal North America, LLC for Compensation for Services Rendered and Reimbursement of Expenses Incurred as Advisor for the Financial Oversight and Management Board for Puerto Rico, as Representative of the Debtor, the Puerto Rico Highways and Transportation Authority for the Period from October 1, 2021 through January 31, 2022 in anticipation of its filing in Case No. 17-3567.	.20	185.00	37.00
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TOTAL PROFESSIONAL SERVICES	\$ 8,961.00
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Less Discount	<u>\$ -896.10</u>
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NET PROFESSIONAL SERVICES:	\$ 8,064.90
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SUMMARY OF PROFESSIONAL SERVICES

Name	Hours	Rate	Total
JOSE R. CACHO	11.30	360.00	4,068.00
CARLA GARCIA BENITEZ	.90	345.00	310.50
HERMANN BAUER	9.10	330.00	3,003.00
GABRIEL MIRANDA RIVERA	6.00	205.00	1,230.00
J. COLON GARCIA	1.80	185.00	333.00
VANESSA SANCHEZ	.10	165.00	16.50
Total	29.20		\$ 8,961.00

TOTAL THIS INVOICE	\$ 8,064.90
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250 AVE. MUÑOZ RIVERA, SUITE 800
SAN JUAN, PR 00918-1813
TEL. (787) 764-8181
FAX (787) 753-8944

O'NEILL & BORGES LLC

May 31, 2022

FOMB IN RE HTA TITLE III

RE: 17-00151-LTS PEAJE INVESTMENT, LLC V. PR HTA ET AL-CGB

Enclosed please find our bill for professional services rendered and reimbursable expenses.
Should you have any questions concerning the attached bill, please do not hesitate to contact us. Your prompt payment would be greatly appreciated.

Sincerely Yours,

CARLA GARCIA BENITEZ

IN ACCOUNT WITH

ESQ. ALEJANDRO RIVERA, SUITE 800
SAN JUAN, PR 00918-1813
TEL. (787) 764-8181
FAX (787) 753-8944

O'NEILL & BORGES LLC

FOMB IN RE HTA TITLE III

May 31, 2022
Bill #: 418948
Billing Attorney: CGB

BILLING SUMMARY

For Professional Services Rendered and Reimbursable Expenses for the period ending May 31, 2022:

Client.Matter: P1703 - 801

RE: 17-00151-LTS PEAJE INVESTMENT, LLC V. PR HTA ET AL-CGB

Total Professional Services	\$ 214.00
Less Discount	<u>\$ -21.40</u>
Net Professional Services	\$ 192.60
Total Reimbursable Expenses	<u>\$.00</u>
TOTAL THIS INVOICE	\$ 192.60

O'NEILL & BORGES LLC

Client.Matter: P1703 . 801

RE: 17-00151-LTS PEAJE INVESTMENT, LLC V. PR HTA ET AL-CGB

PROFESSIONAL SERVICES

Date	Atty	Task	Description	Hours	Rate	Amount
5/11/22	HDB	209	Review order on briefing schedule regarding dismissal of adv. 17-00151.	.20	330.00	66.00
5/24/22	JJC	206	Review the Motion for Approval of Second Amended and Restated Stipulation and Agreed Order Regarding the Disputed Funds in the HTA Bond Service Accounts, Redemption Accounts and Reserve Accounts in anticipation of its filing in Adv. Proc. 17-151.	.20	185.00	37.00
5/24/22	JJC	206	File the Motion for Approval of Second Amended and Restated Stipulation and Agreed Order Regarding the Disputed Funds in the HTA Bond Service Accounts, Redemption Accounts and Reserve Accounts through the court's electronic filing system in Adv. Proc. 17-151.	.20	185.00	37.00
5/24/22	JJC	206	Review the Unopposed Urgent Motion of the Financial Oversight and Management Board for Puerto Rico to Set a Briefing Schedule for the Motion for Approval of Second Amended and Restated Stipulation and Agreed Order Regarding the Disputed Funds in the HTA Bond Service Accounts, Redemption Accounts and Reserve Accounts in anticipation of its filing in Adv. Proc. 17-151.	.20	185.00	37.00
5/24/22	JJC	206	File the Unopposed Urgent Motion of the Financial Oversight and Management Board for Puerto Rico to Set a Briefing Schedule for the Motion for Approval of Second Amended and Restated Stipulation and Agreed Order Regarding the Disputed Funds in the HTA Bond Service Accounts, Redemption Accounts and Reserve Accounts through the court's electronic filing system in Adv. Proc. 17-151.	.20	185.00	37.00

TOTAL PROFESSIONAL SERVICES

\$ 214.00

Bill #: 418948

May 31, 2022

Less Discount \$ -21.40

NET PROFESSIONAL SERVICES: \$ 192.60

SUMMARY OF PROFESSIONAL SERVICES

Name	Hours	Rate	Total
HERMANN BAUER	.20	330.00	66.00
J. COLON GARCIA	.80	185.00	148.00
Total	1.00		\$ 214.00

TOTAL THIS INVOICE \$ 192.60